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U.S. DEPARTMENT OF COMMERCE
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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Tele-Media Broadcasting Company
2-28-02

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: July 3, 1997

2. Name and address of receiving party(ies)

Name: Citadel Broadcasting Company

Internal Address: City Center West

Street Address: 7201 West Lake Mead Blvd.

City: Las Vegas State: NV Zip: 89129

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Nevada
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

OFFICE OF FUNDING RECORDS
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FINANCE SECTION

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,915,569

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: DAVID V. RADACK, ESQUIRE

Internal Address: Eckert Seamans

Cherin & Mellott, LLC

USX Tower

Street Address: 600 Grant Street

44th Floor

City: Pittsburgh State: PA Zip: 15219

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-2556

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

DAVID V. RADACK

Name of Person Signing

Signature

February 18, 2002

Date

3

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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JUL 03 1997

DEAN HELLER SECRETARY OF STATE

Dean Heller 7/30/97

**ARTICLES OF MERGER
(NEVADA)
FOR MERGER OF
TELE-MEDIA BROADCASTING COMPANY
INTO
CITADEL BROADCASTING COMPANY**

Pursuant to Nevada Revised Statutes Section 92A.200, the undersigned corporation adopts the following Articles of Merger for the purpose of merging TELE-MEDIA BROADCASTING COMPANY, a Delaware corporation ("TMBC"), with and into CITADEL BROADCASTING COMPANY, a Nevada corporation ("Citadel").

1. TMBC. TMBC is a Delaware corporation. Its place of organization is: 804 Jacksonville Road, P.O. Box 39, Bellfonte, Pennsylvania, 16823.
2. Citadel; Surviving Entity. Citadel is a Nevada corporation. Its place of organization is: 140 South Ash Avenue, Tempe, Arizona 85281. Citadel shall be the surviving entity in the merger. The laws of the State of Nevada permit this merger.
3. Plan of Merger. A Plan of Merger has been adopted unanimously by the Boards of Directors of both TMBC and Citadel. The complete executed Plan of Merger is on file at the registered office of Citadel. The address of Citadel's registered office in the state of Nevada is: c/o The Corporation Trust Company of Nevada, One East First Street, City of Reno, County of Washoe, State of Nevada. The name of the Corporation's resident agent at such address is: The Corporation Trust Company of Nevada.
4. TMBC. The Plan of Merger was adopted unanimously by all of the stockholders of TMBC.
5. Citadel Stockholder Approval. Pursuant to Nevada Revised Statutes Section 92A.130, approval of the stockholders of Citadel is not required.
6. No Amendments to Articles. There are no amendments to the Articles of Incorporation of Citadel.
7. Effective Date of Merger. These Articles of Merger shall become effective July 3, 1997.

CITADEL BROADCASTING COMPANY,
a Nevada corporation

By *Lawrence R. Wilson*
Lawrence R. Wilson, President

STATE OF New York)
) ss:
COUNTY OF New York)

I, ELAINE GERACE, a Notary Public, do hereby certify that on 6/30/97, Lawrence R. Wilson, who being by me first duly sworn, declared that he is the President of Citadel Broadcasting Company, a Nevada corporation, and that the statements herein contained are true.

ELAINE GERACE
Notary Public, State of New York
No. 01GE4996717
Qualified in Queens County
Commission Expires May 18, 1998

Elaine Gerace
Notary Public

My Commission Expires _____

CITADEL BROADCASTING COMPANY,
a Nevada corporation

By *Donna L. Heffner*
Donna L. Heffner, Secretary

STATE OF New York)
) ss:
COUNTY OF New York)

I ELAINE GERACE, a Notary Public, do hereby certify that on 6/30/97, personally appeared before me Donna L. Heffner, who being by me first duly sworn, declared that she is the Secretary of Citadel Broadcasting Company, a Nevada corporation, and that the statements herein contained are true.

Elaine Gerace
Notary Public

My Commission Expires: _____

ELAINE GERACE
Notary Public, State of New York
No. 01GE4996717
Qualified in Queens County
Commission Expires May 18, 1998